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*Special Securitization Transactional  
and Litigation Counsel to the Debtors  
and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re: ) Case No. 12-12020 (MG)  
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RESIDENTIAL CAPITAL, LLC, et al., ) Chapter 11  
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Debtors. ) Jointly Administered  
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**SUMMARY OF FOURTH INTERIM APPLICATION OF ORRICK, HERRINGTON &  
SUTCLIFFE LLP AS SPECIAL SECURITIZATION TRANSACTIONAL AND  
LITIGATION COUNSEL FOR THE DEBTORS FOR COMPENSATION AND  
REIMBURSEMENT OF EXPENSES INCURRED FOR THE PERIOD**

**MAY 1, 2013 THROUGH AUGUST 31, 2013**

This is a(n):  monthly  interim  final application.

Name of Applicant:	Orrick, Herrington & Sutcliffe LLP ("Applicant")
Authorized to Provide Professional Services to:	Residential Capital, LLC, <i>et al.</i> (collectively, the "Debtors")
Date of Retention:	Order entered on July 27, 2012 retaining Applicant <i>nunc pro tunc</i> to May 14, 2012
Period for which Compensation and Reimbursement is sought:	May 1, 2013 through August 31, 2013 (the "Application Period")
Amount of Compensation Sought as Actual, Reasonable and Necessary:	\$145,104.28
Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary:	\$668.50
Total Fees & Expenses:	\$145,772.78
Prior Interim Applications:	First Quarterly for the Time Period of May 14 - August 31, 2012 in the amount of fees of \$733,357.07 and expenses of \$678.12
	Second Quarterly for the Time Period of September 1 – December 31, 2012 in the amount of fees of \$674,764.98 and expenses of \$611.43
	Third Quarterly for the Time Period of January 1, 2013 – April 30, 2013 in the amount of fees of \$241,619.73 and expenses of \$558.40

**SUMMARY OF MONTHLY FEE STATEMENTS FOR THE APPLICATION PERIOD**

Date Filed	Compensation Period	Requested Fees	Requested Expenses	Fees Paid	Expenses Paid	20% Holdback
6/26/13	5/1/13-5/31/13	\$16,196.40	\$46.40	\$12,947.83	\$46.40	\$3,239.28
8/12/13	6/1/13-6/30/13	\$35,659.43	\$0.00	\$0.00	\$0.00	\$7,131.89
9/18/13	7/1/13-7/31/13	\$73,629.47	\$535.00	\$0.00	\$0.00	\$14,725.89
10/22/13	8/1/13-8/31/13	19,618.98	\$87.10	\$0.00	\$0.00	\$3,923.80
<b>TOTAL</b>	<b>5/1/13-8/31/13</b>	<b>\$145,104.28</b>	<b>\$668.50</b>	<b>\$12,947.83</b>	<b>\$46.40</b>	<b>\$29,020.86</b>

**SUMMARY OF PROFESSIONAL SERVICES RENDERED  
BY PROFESSIONAL FOR THE APPLICATION PERIOD**

Name of Professional	Department and Licensure	Hourly Billing Rate	Total Hours Billed	Total Compensation
<b>Partners/Of Counsel</b>				
Martin B. Howard	Structured Finance 1986	\$731.50	39.30	\$28,747.95
Stephen J. Jackson	Tax 1996	\$736.25	22.20	\$16,344.80
Thomas C. Mitchell	Restructuring 1985	\$790.00	1.80	\$1,422.00
John Narducci	Tax 1988	\$850.25	0.60	\$510.15

Name of Professional	Department and Licensure	Hourly Billing Rate	Total Hours Billed	Total Compensation
Kenneth Whyburn	Tax 1980	\$755.25	0.80	\$604.20
<b>Associates</b>				
Duane K. Beasley	Structured Finance 2000	\$612.75	17.20	\$10,539.35
Dennis M. Bent	Structured Finance 2005	\$451.25	36.70	\$16,560.96
Debra L. Felder	Restructuring 2002	\$617.50	34.60	\$21,365.50
David Ridenour	Structured Finance 2005	\$515.00	42.80	\$22,042.00
Boris Volodarsky	Structured Finance 2009	\$427.50	52.80	\$22,572.00
<b>Paralegals/Paraprofessionals</b>				
Debra O. Fullem	Bankruptcy Research Specialist	\$256.50	1.90	\$487.35
Michelle Rodriguez	Senior Paralegal	\$199.75	14.00	\$2,796.52
Gerald L. Willey	Senior Paralegal	\$285.00	3.90	\$1,111.50
<b>Total Professional Hours and Fees</b>			<b>268.60</b>	<b>\$145,104.28</b>
<b>Total Hourly Blended Rate (excluding paralegals/paraprofessionals)</b>				<b>\$565.55</b> (\$140,708.91/ 248.80 hrs = \$565.55)

**SUMMARY OF EXPENSES INCURRED DURING THE APPLICATION PERIOD**

Expense Category	Amount
Consultant - Regulatory Advice	\$535.00
Pacer	\$133.50
<b>Total</b>	<b>\$668.50</b>

**SUMMARY OF PROFESSIONAL SERVICES RENDERED  
BY PROJECT CATEGORY DURING THE APPLICATION PERIOD**

Task Code	Matter Description	Total Billed Hours	Total Compensation
141	PSA Amendments	41.20	\$29,211.88
142	General Bankruptcy Administration	1.10	\$679.25
143	Retention	4.10	\$1,771.75
144	Compensation	28.20	\$16,190.85
146	Securitization Questions	38.80	\$18,206.84
148	Resolution of Pre-Bankruptcy Transactions	155.20	\$79,043.71
<b>Total Hours &amp; Fees Incurred</b>		<b>268.60</b>	<b>\$145,104.28</b>